

U.S. DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK
DOCKET NUMBER 11/2127
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SOUTHERN DISTRICT OF NEW YORK

United States District Court
for the
Southern District of New York

In re Sears Holdings Corporation, et al.,
Debtors¹

Official Committee of Unsecured Creditors of
Sears Holdings Corporation, et al.,

vs.

ESL Investments, Inc.;
Wilmington Trust, National Association; and
Cyrus Capital Partners, L.P.,

Defendants.

& ORDER

STIPULATION OF VOLUNTARY PARTIAL DISMISSAL

IT IS HEREBY STIPULATED AND AGREED, by and among the Official Committee of Unsecured Creditors of Sears Holdings Corporation and its debtor affiliates, ESL Investment, Inc., and Wilmington Trust, National Association, as indenture trustee and collateral agent (collectively,

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR - Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019.

the “**Parties**”), through their respective counsel that, pursuant to Rule 8023 of the Federal Rules of Bankruptcy Procedure and in accordance with the *Order Approving Joint Motion of Debtors and Official Committee of Unsecured Creditors for Entry of an Order Approving Settlement Agreements, Granting Related Relief and Authorizing Certain Nonmaterial Plan Modifications in Furtherance of the Effective Date of the Plan* (United States Bankruptcy Court for the Southern District of New York Chapter 11 Case No. 18-23538, ECF No. 10629) entered on September 2, 2022, that this Appeal is and shall be voluntarily dismissed, *with prejudice*, with each Party to bear its own costs and expenses. **For the avoidance of doubt, this stipulation does not affect this Appeal against Cyrus Capital Partners, L.P.**

[Signature Page to Follow]

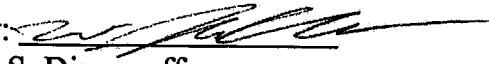
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Dated: October 31, 2022
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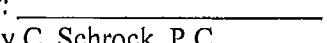
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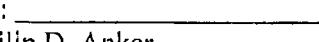
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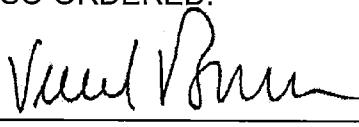
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Counsel for ESL Investment, Inc.

SO ORDERED:


Vincent L. Briccetti, U.S.D.J., 11/2/2022

